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Attorneys for Plaintiffs

UNITED STATES DISTRICT COURT  
DISTRICT OF NEW JERSEY

VERNON W. HILL, II, SHIRLEY HILL and  
INTERARCH, INC.,

Plaintiffs

v.

COMMERCE BANCORP, LLC and TD  
BANK, N.A.,

Defendants.

Civil Action No. 1:09-cv-03685(RBK-JS)

Civil Action

DECLARATION OF LOUIS M. BARBONE,  
ESQUIRE IN SUPPORT OF MOTION  
FOR LEAVE TO FILE FOR SUMMARY  
JUDGMENT ON COUNTS ONE AND  
TWO OF PLAINTIFF'S COMPLAINT

I, Louis M. Barbone, Esquire, an attorney at law licensed to practice before the United States District Court for the District of New Jersey and a partner in the law firm of Jacobs & Barbone, P.A., attorneys for plaintiff Vernon W. Hill, II, does hereby declare in support of plaintiff's motion for leave to file a Summary Judgment Brief for a finding of defendants' liability on Counts One and Two of plaintiff's complaint, the following upon his personal knowledge that:

1. Exhibit 1 to this Declaration is a true and correct copy of the Commerce Board of Directors' meeting minutes and Resolution from June 28, 2007;
2. Exhibit 2 to this Declaration is a true and correct copy of Vernon W. Hill's June 29, 2007 letter of resignation;

3. Exhibit 3 to this Declaration is a true and correct copy of William Tambussi, Esquire's letter dated July 3, 2007;

4. Exhibit 4 to this Declaration is a true and correct copy of excerpts from the Commerce 10Q SEC filing on June 30, 2007;

5. Exhibit 5 to this Declaration is a true and correct copy of excerpts from Commerce's 10K filing with the SEC on December 31, 2007;

6. Exhibit 6 to this Declaration is a true and correct copy of Commerce Bancorp Board of Directors' meeting minutes from November 20, 2007;

7. Exhibit 7 to this Declaration is a true and correct copy of Commerce Board of Directors' meeting minutes from December 18, 2007;

8. Exhibit 8 to this Declaration is a true and correct copy of excerpts from the deposition transcript of John Christian Fisher taken March 24, 2011;

9. Exhibit 9 to this Declaration is a true and correct copy of deposition excerpts taken from the deposition testimony of Dennis DiFlorio on March 31, 2011;

10. Exhibit 10 to this Declaration is a true and correct copy of deposition excerpts taken from the deposition testimony of Joseph Buckelew taken August 8, 2011;

11. Exhibit 11 to this Declaration is a true and correct copy of deposition excerpts from the deposition testimony of John Lloyd on March 22, 2012;

12. Exhibit 12 to this Declaration is a true and correct copy of Magistrate Schneider's Order and Decision entered February 26, 2013;

13. Exhibit 13 to this Declaration is a true and correct copy of deposition excerpts from the deposition testimony of Gerard Comizio taken February 3, 2012;

14. Exhibit 14 to this Declaration is a true and correct copy of defendants' Interrogatory answers filed February 12, 2010;

15. Exhibit 15 to this Declaration is a true and correct copy of the transcript before Magistrate Schneider on March 18, 2010;

16. Exhibit 16 to this Declaration is a true and correct copy of defendant TD's brief in support of Summary Judgment filed with the Court on February 5, 2010;

17. Exhibit 17 to this Declaration is a true and correct copy of the Court's Summary Judgment Opinion entered March 1, 2012;

18. Exhibit 18 to this Declaration is a true and correct copy of the April 23, 2012 letter of Edward Pollock.

19. Exhibit 19 to this Declaration is a true and correct copy of the deposition transcript of Edward Pollock conducted March 8, 2013.

20. Exhibit 20 to this Declaration is a true and correct copy of the June 28, 2007 OCC Consent Order;

21. Exhibit 21 to this Declaration is a true and correct copy of the November 18, 2007 OCC Consent Order.

22. Exhibit 22 to this Declaration is a true and correct copy of Barbone's letter demand to Susan M. Leming, Esquire dated March 12, 2013;

23. Exhibit 23 to this Declaration is a true and correct copy of the March 29, 2013 deposition transcript of Douglas Pauls;

24. Exhibit 24 to this Declaration is a true and correct copy of the October 16, 2007 Board minutes;

25. Exhibit 25 to this Declaration is a true and correct copy of the July 3, 2007 Tambussi letter.

I hereby declare under penalty of perjury that all of the foregoing statements are true and correct to the best of my knowledge and belief.

Jacobs & Barbone, P.A.

A handwritten signature in dark ink, appearing to read 'Louis M. Barbone', written over a horizontal line.

Louis M. Barbone

Dated: 4/2/13